CONTRACT #3 RFS # 326.01-032

Department of Tourist Development

VENDOR: USA 800, Inc.



DEPARTMENT OF TOURIST DEVELOPMENT

STATE OF TENNESSEE
WILLIAM SNODGRASS/TENNESSEE TOWER BUILDING, 25th FLOOR
312 8th AVENUE NORTH, NASHVILLE, TENNESSEE 37243
TEL. (615) 741-9065/FAX (615)741-9071

Nancy Hargiss-Tatlock General Counsel

September 29, 2006

Fiscal Review Committee Attn: Leni S. Chick, Fiscal Analyst 8th Floor, Rachel Jackson Bldg. 320 Sixth Avenue, North Nashville, TN 37243-0057 RECEIVED

SEP 2 9 2006

FISCAL REVIEW

RE: Request: Non-Competitive Amendment; RFS# 326.01-032

Dear Leni:

I have enclosed in connection with the above Request for Non-Competitive Amendment and Request for Rule Exception of the Contract entered into as between the Department of Tourist Development and USA 800, Inc. the following:

i) Letter of explanation for purpose of Amendment Five, a three (3) month extension of the present Contract;

ii) Copy of the proposed amendment, Amendment Five, and Contract Summary Sheet (marked "A");

- iii) Copy of Amendment Four and attached Contract Summary Sheet (marked "B");
- iv) Copy of Amendment Three and attached Contract Summary Sheet (marked "C");
- v) Copy of Amendment Two and attached Contract Summary Sheet (marked "D");
- vi) Copy of Amendment One and attached Contract Summary Sheet (marked "E"); and,
- vi) Copy of Original Contract and attached Contract Summary Sheet (marked "F").

The Request for Rule Exception has been signed by Commissioner Goetz, however, the Request for Non-Competitive Amendment was not sent concurrently with the Request for Rule Exception, however, all such documents have been delivered to the Department of Finance and Administration today. Please let me know if any additional information and/or documentation will be needed and if the Department can be on the calendar for the hearing on October 11, 2006. Initially, the appeal of the RFP for a new contractor for call center and fulfillment services for Tennessee's Official Vacation Guide, the services to be rendered by USA 800, Inc. per Amendment Five, was to be heard on October 4, 2006. That hearing, however

Leni S. Chick September 29, 2006 Page 2

has been postponed until October 17, 2006, so approval of this Amendment is necessary to maintain such services.

Best regards.

Maney HARGISS-TATLOCK

Enclosures

REQUEST: NON-COMPETITIVE AMENDMENT

APPROVED	
,	
Commissioner of Finance & Administration	
Date:	

	F 601	REQUEST ITEM BELOW MUST BE DETAILED OR ADDRESSED AS RE	EQUIRED.
	EACI	1 REGUES TIEM BELOW MOST DE DETAILED ON ADDRESSED AS RE	
1)	RFS #	326.01-0332	
2)	State Agency Name :	Tourist Department (the "State")	
		EXISTING CONTRACT INFORMATON	
3)	Service Caption :	Telemarketing and Fulfillment Services for 1-800 inquiries for	Fourist Vacation Guide Brochures
4)	Contractor:	USA 800, Inc.	
5)	Contract #	FA02-14594-	
6)	Contract Start Date :		July 1, 2001
7)	Current Contract End I	Date IF <u>all</u> Options to Extend the Contract are Exercised :	September 30, 2006
8)	Current Total Maximur	n Cost IF <u>all</u> Options to Extend the Contract are Exercised :	\$1,293,750.00
		PROPOSED AMENDMENT INFORMATON	
9)	Proposed Amendment	#	Five
10)	Proposed Amendment (attached explanation re	Effective Date : equired if date is < 60 days after F&A receipt)	October 1, 2006
11)	Proposed Contract En	d Date IF all Options to Extend the Contract are Exercised :	December 31, 2006
12)	Proposed Total Maxim	num Cost IF all Options to Extend the Contract are Exercised :	\$1,362,750.00
13)	Approval Criteria : (select one)	use of Non-Competitive Negotiation is in the best interest	of the state
		only one uniquely qualified service provider able to provi	de the service
14)	Description of the Pro	posed Amendment Effects & Any Additional Service :	
Gu	s Amendment will allow t ide as set forth in the Sco RFP can be resolved.	he Contractor to continue telemarketing and fulfillment services with ope of Services section of the current Contract and thereby avoid a l	respect to the State's Official Vacation apse in such services until the appeal of
15)	Explanation of Need for center and fulfillment set	or the Proposed Amendment: The Amendment is necessary to a vices until an appeal of the RFP for such services can be resolved	void a lapse in the State's tourism call and a new contract awarded.

16) Name & Address of Contractor's Current Principal Owner(s): (not required if proposed contractor is a state education institution)	
Tom Davis, 9808 E. 66 th Terrace, Raytown, MO 84133	
17) Documentation of Office for Information Resources Endorsement : (required only if the subject service involves information technology)	
select one: Documentation Not Applicable to this Request Documentation Attack	hed to this Request
18) Documentation of Department of Personnel Endorsement : (required only if the subject service involves training for state employees)	
select one: Documentation Not Applicable to this Request Documentation Attac	hed to this Request
19) Documentation of State Architect Endorsement: (required only if the subject service involves construction or real property related services)	
select one: Documentation Not Applicable to this Request Documentation Attac	hed to this Request
20) Description of Procuring Agency Efforts to Identify Reasonable, Competitive, Procurement Altern	natives :
An RFP was issued and a company was deemed to have the best score to enter into a new agreement for the fulfillment services, however, one of the proposers having not received the best score has appealed the resulted for the Amendment to extend the existing contract.	ne State's call center and lits of the RFP. Thus, the
21) Justification for the Proposed Non-Competitive Amendment :	
The Amendment is needed to avoid a lapse of the State's tourism call center and fulfillment services until the resolved and a new contract awarded for such services.	appeal of the RFP can be
REQUESTING AGENCY HEAD SIGNATURE & DATE: (must be signed & dated by the ACTUAL procuring agency head as detailed on the Signature Certification o by an authorized signatory will be accepted only in documented exigent circumstances)	n file with OCR— signature
Augus A. Whitaker September	18,2006
Agency Head Signature Date	

CY06 #670

060206

REQUEST: RULE EXCEPTION

APPROVED reprovided that a procurement basis is also approved

M Dath Commissioner of Finance & Administration

Date: SEP 2 9 2006

RFS# 326.01 - 032 - 07 INFORMATION ABOUT THE EXCEPTION(S) REQUESTED SUBJECT RULE NUMBER(S): 0620-3-3-.07(5) for an exception permitting a contract term greater than five (5) years. DESCRIPTION OF EXCEPTION(S): The Department of Tourist Development seeks a rule exception to permit an additional three (3) month extention to the Contract as the present Amendment to the Contract Term will terminate on September 30, 2006. JUSTIFICATION: (compelling rationale for and validation of rule exception request) The Department seeks a rule exception to allow time for an appeal to be resolved as a result of the completed RFP for a new contract for call center and fulfillment services of the Tennessee Official Vacation Guide. The new term set forth in the RFP was to have commenced on October 1, 2006. One of the proposers to the RFP, however, filled an appeal in the past ten (10) days which has prevented the proposer with the best evaluated score from commencing call center and fulfillment services on October 1, 2006. The additional three (3) month extension will provide the Department time to resolve the RFP appeal and prevent a lapse of telemarketing and fulfillment services of Tennessee's Official Vacation Guide. INFORMATION REGARDING THE APPLICABLE CONTRACT USA 800, Inc. CONTRACTOR: SERVICE INVOLVED: Telemarketing and fulfillment services of Tennessee's Official Vacation Guide October 1, 2006 **BEGIN DATE:** December 31, 2006 END DATE (including ALL options for term extension): \$1,362,750.00 MAXIMUM LIABILITY (including ALL options for term extension): AGENCY HEAD REQUEST SIGNATURE: Dusan H. Whitake on (signed by the procuring agency head or authorized signatory) SIGNATURE DATE:

OCR

SEP 1 9 2006

RECEIVED



DEPARTMENT OF TOURIST DEVELOPMENT

STATE OF TENNESSEE
WILLIAM SNODGRASS/TENNESSEE TOWER BUILDING, 25th FLOOR
312 8th AVENUE NORTH, NASHVILLE, TENNESSEE 37243
TEL. (615) 741-9001/FAX (615)741-9071

September 18, 2006

General Assembly of the State of Tennessee Fiscal Review Committee Attn: Leni S. Chick, Fiscal Analyst 8th Floor, Rachel Jackson Bldg.

320 Sixth Avenue, North Nashville, TN 37243-0057 RE:

Request: Non-Competitive Amendment;

RFS# 326.01-032

Dear Ms. Chick:

The above-referenced Request for a Non-Competitive Amendment will extend USA 800, Inc's Contract for telemarketing and fulfillment services in connection with the State's Official Vacation Guide. The extension of the present term of the Contract from October 1, 2006 until December 31, 2006, will avoid a lapse of such services. The RFP has been completed and a Contractor determined for the same or similar services and the term of the new Contract would have commenced on October 1, 2006, however, a proposer having not received the best score filed an appeal of the RFP results.

As a result, this Amendment has been submitted less than sixty (60) days prior to the proposed start date of the Amendment. The RFP appeal was received by Department of Finance and Administration Commissioner Goetz on September 8, 2006, and by my office upon notice from the Department of Finance and Administration on September 13, 2006.

Your attention to this matter is appreciated.

H. Whitake N

Very truly yours,

SUSAN H. WHITAKER

Commissioner

SHW:nh

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The Non-Co	mpetitive Amendm	ent extends th	Camerral far un én thro	e (3) a∈	iditional months.	An appeal was filed t trasently rendered by	at the ci Contra	ctor. The extension will provide

AMENDMENT FIVE TO CONTRACT FA-02-14594-

This Contract, by and between the State of Tennessee, Department of Tourism Development, hereinafter referred to as the State, and USA 800, INC., hereinafter referred to as the "Contractor," is hereby amended as follows:

- 1. Delete Section B1 in its entirety and insert the following in its place:
 - B.1. <u>Contract Term.</u> This Contract shall be effective for the period commencing on July 1, 2001 and ending on December 31, 2006, unless the protest and subsequent appeal filed in conjunction with RFP 326.01-701 is denied. If the appeal of the RFP contract award is denied, this Contract Term shall be subject to ending at an earlier date. The State shall have no obligation for services rendered by the Contractor which are not performed within the specified period.
- 2. Delete Section C1 in its entirety and insert the following in its place:
 - C.1. <u>Maximum Liability</u>. In no event shall the maximum liability of the State under this Contract exceed One Million Three Hundred Sixty Two Thousand Seven Hundred Fifty Dollars (\$1,362,750.00). The Service Rates in Section C.3 shall constitute the entire compensation due the Contractor for the Service and all of the Contractor's obligations hereunder regardless of the difficulty, materials or equipment required. The Service Rates include, but are not limited to, all applicable taxes, fees, overheads, and all other direct and indirect costs incurred or to be incurred by the Contractor.

The Contractor is not entitled to be paid the maximum liability for any period under the Contract or any extensions of the Contract for work not requested by the State. The maximum liability represents available funds for payment to the Contractor and does not guarantee payment of any such funds to the Contractor under this Contract unless the State requests work and the Contractor performs said work. In which case, the Contractor shall be paid in accordance with the Service Rates detailed in Section C.3. The State is under no obligation to request work from the Contractor in any specific dollar amounts or to request any work at all from the Contractor during any period of this Contract.

The other terms and conditions of this Contract not amended hereby shall remain in full force and effect.

IN WITNESS WHEREOF:		
USA 800, INC.		
	9/14/06	
Tom Davis, President	Date	
DEPARTMENT OF TOURISM DEVELOPMENT:		
Aug A. Whitalan / 1g	9115/06	
Susan H. Whitaker, Commissioner	Date	
	·	
APPROVED:		
DEPARTMENT OF FINANCE AND ADMINISTRATION:	,	
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		<u></u>
M. D. Goetz, Jr., Commissioner	Date	
COMPTROLLER OF THE TREASURY:		
COMIT PROCEED OF THE TREADOR.		
		•
John G. Morgan, Comptroller of the Treasury	Date	

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GENERAL ASSEMBLY OF THE STATE OF TENNESSEE FISCAL REVIEW COMMITTEE

320 Sixth Avenue, North – 8th Floor NASHVILLE, TENNESSEE 37243-0057 615-741-2564

Rep. Charles Curtiss, Chairman

Representatives

Harry Brooks

Curt Cobb

Dennis Ferguson Frank Niceley

Craig Fitzhugh, ex officio

Mary Pruitt

Donna Rowland David Shepard

Curry Todd

Speaker Jimmy Naifeh, ex officio

Sen. Don McLeary, Vice-Chairman

Senators

Mae Beavers

David Fowler Steve Southerland

Jim Bryson

Steve Cohen

Douglas Henry, ex officio

Lt. Governor John S. Wilder, ex officio

MEMORANDUM

TO:

The Honorable Dave Goetz, Commissioner

Department of Finance and Administration

FROM:

Charles Curtiss, Chairman

Don McLeary, Vice-Chairman

DATE:

July 31, 2006

SUBJECT:

Contract Comments

(Contract Services Subcommittee Meeting 6/20/06)

RFS# 326.01-032

Department: Tourist Development

Contractor: USA 800, Inc.

Summary: This vendor is responsible for telemarketing services for the 1-800 inquiries for the Tourist Vacation Guide Brochures. This amendment extends the current contract an additional three months, through September 30, 2006,

and increases the maximum liability by \$68,750.

Maximum liability: \$1,225,000

Maximum liability with amendment: \$1,293,750

After review, the Fiscal Review Committee voted to recommend approval of the contract

cc:

The Honorable Susan Whitaker, Commissioner, Tourist Development

Mr. Robert Barlow, Director, Office of Contracts Review

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Phone:	615-7	41-9023	 	**		Is the Fiscal Year Funding STRICTLY LIMITED?							 _ _
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